

1 UNITED STATES DISTRICT COURT
2 FOR THE EASTERN DISTRICT OF TEXAS
3 SHERMAN DIVISION
4

5 USA FOOTBALL, INC.,
6

7 Plaintiff, Case No. 4:23-CV-00465-ALM and
8 4:23-cv-00516-ALM

9 vs.

10 FFWCT, LLC; USA FLAG, LLC; and
11 TRAVIS BURNETT,
12

13 Defendants.
14

15 _____/

16 DEPONENT: J. SCOTT HALLENBECK

17 DATE: Wednesday, March 20, 2024

18 TIME: 10:30 a.m.

19 LOCATION: Zoom Video Conference

20 REPORTER: Shari J. Pavlovich, CSR-5926

21 VIDEOGRAPHER: Bailey Wellman

22 JOB NO: 29294
23
24
25

<p style="text-align: right;">Page 2</p> <p>1 APPEARANCES:</p> <p>2 MS. AMIE N. PEELE</p> <p>3 MS. ANNE K. RICCHIUTO</p> <p>4 Peele Law Group</p> <p>5 49 Boone Village, Box 299</p> <p>6 Zionsville, IN 46077</p> <p>7 202.964.4500</p> <p>8 apeelee@peeelawgroup.com</p> <p>9 aricchiuto@peeelawgroup.com</p> <p>10 Appearing for Plaintiff</p> <p>11</p> <p>12 MR. MARK D. NIELSEN</p> <p>13 MR. TAYLOR L. HARRIS</p> <p>14 Scheef & Stone, L.L.P.</p> <p>15 2600 Network Blvd., Suite 400</p> <p>16 Frisco, TX 75034</p> <p>17 214.472.2100</p> <p>18 mark.nielsen@solidcounsel.com</p> <p>19 taylor.harris@solidcounsel.com</p> <p>20 Appearing for Defendants</p> <p>21 - - -</p> <p>22</p> <p>23</p> <p>24</p> <p>25</p>	<p style="text-align: right;">Page 4</p> <p>1 EXHIBITS (continued)</p> <p>2 DEPOSITION EXHIBIT PAGE</p> <p>3 Exhibit 519 7/10/2015 Email string with 125</p> <p>4 attachment, USAFB_1480-87</p> <p>5 Exhibit 520 4/11/2022 Email string, 135</p> <p>6 FFWCT8263</p> <p>7 Exhibit 521 Texts, USAFB_879 and 136</p> <p>8 USAFB_908.</p> <p>9 Exhibit 522 Texts, USAFB_820 and USAFB_869 136</p> <p>10 Exhibit 523 2/8/2018 Email string, 144</p> <p>11 USAFB_679-681</p> <p>12 Exhibit 524 **AEO, USA Football Flag 147</p> <p>13 Document, USAFB_1536-1540**</p> <p>14 Exhibit 525 Draft Proposed Partnership 156</p> <p>15 Terms, USAFB_1078</p> <p>16 Exhibit 526 7/26/2018 Email with 159</p> <p>17 attachment, USAFB_844-845</p> <p>18 Exhibit 527 5/18/2020 Letter, USAFB224-27 163</p> <p>19 Exhibit 528 6/8/2020 Letter, USAFB_003-004 166</p> <p>20 Exhibit 529 9/21/2022 Letter, Exhibit J to 169</p> <p>21 USA Football Complaint</p> <p>22 Exhibit 530 10/3/2022 Letter, USA 172</p> <p>23 Football's Exhibit K to</p> <p>24 Complaint</p> <p>25 - - -</p>
<p style="text-align: right;">Page 3</p> <p>1 TABLE OF CONTENTS</p> <p>2 WITNESS: J. SCOTT HALLENBECK PAGE</p> <p>3</p> <p>4 Examination By Mr. Nielsen 6</p> <p>5 Examination By Ms. Ricchiuto 178</p> <p>6 - - -</p> <p>7</p> <p>8 QUESTIONS INSTRUCTED NOT TO ANSWER</p> <p>9 Page 141, Line 7</p> <p>10 Page 142, Line 11</p> <p>11 Page 152, Line 3</p> <p>12 Page 153, Line 16</p> <p>13 - - -</p> <p>14 EXHIBITS</p> <p>15 DEPOSITION EXHIBIT PAGE</p> <p>16 Exhibit 513 Amended Notice of Deposition 8</p> <p>17 Exhibit 514 LinkedIn page 12</p> <p>18 Exhibit 515 USA Football application to 30</p> <p>19 USOC Membership, USAFB0582-96</p> <p>20 Exhibit 516 7/24/2017 Proposal for USA 62</p> <p>21 Football, USAFB_1101-16</p> <p>22 Exhibit 517 Event Collaboration Agreement, 80</p> <p>23 USAFB_0700-08</p> <p>24 Exhibit 518 USA Football Overview 122</p> <p>25 Document, USAFB_668-669</p>	<p style="text-align: right;">Page 5</p> <p>1 Wednesday, March 20, 2024</p> <p>2 About 10:30 a.m.</p> <p>3 - - -</p> <p>4 VIDEOGRAPHER: Good morning. We are now</p> <p>5 on the record at 10:30 a.m. on Wednesday,</p> <p>6 March 20th, 2024. This begins the videotape</p> <p>7 deposition of Scott Hallenbeck taken in the matter</p> <p>8 of USA Football versus FFWCT, USA Flag, and Travis</p> <p>9 Burnett Case Number 4:23-cv-00516-ALM.</p> <p>10 My name is Bailey Wellman. I'm your</p> <p>11 remote videographer today. Our court reporter is</p> <p>12 Shari Pavlovich. We are both representing Fortz</p> <p>13 Legal Support.</p> <p>14 As a courtesy, will everyone who is not</p> <p>15 speaking, please mute your audio. And remember to</p> <p>16 unmute your audio when you're ready to speak.</p> <p>17 Counsel, will you please state your name</p> <p>18 and whom you represent, after which our court</p> <p>19 reporter will swear in the witness.</p> <p>20 MR. NIELSEN: Mark Nielsen, representing</p> <p>21 FFWCT, LLC, et al.</p> <p>22 MS. RICCHIUTO: I'm Anne Ricchiuto from</p> <p>23 Peele Law Group for USA Football.</p> <p>24 MS. PEELE: I'm Amie Peele for Peele Law</p> <p>25 Group for USA Football.</p>

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<p style="text-align: right;">Page 6</p> <p>1 MR. NIELSEN: Taylor, did you want to</p> <p>2 note your appearance before we go forward?</p> <p>3 MR. HARRIS: Sure. Taylor Harris on</p> <p>4 behalf of FFWCT, et al, as well.</p> <p>5 - - -</p> <p>6 J. SCOTT HALLENBECK,</p> <p>7 having affirmed or been duly sworn, was</p> <p>8 examined and testified as follows:</p> <p>9 EXAMINATION</p> <p>10 BY MR. NIELSEN:</p> <p>11 Q Good morning, Mr. Hallenbeck. How are you?</p> <p>12 A Good. How you doing?</p> <p>13 Q Good, thank you.</p> <p>14 Have you ever had your deposition taken</p> <p>15 before in a legal proceeding?</p> <p>16 A Yes.</p> <p>17 Q So you're familiar with the basic approach. I ask</p> <p>18 questions. Your Counsel may object to my</p> <p>19 questions, and you'll give me your best answers.</p> <p>20 You understand that?</p> <p>21 A Yes.</p> <p>22 Q And unless your Counsel specifically instructs you</p> <p>23 not to answer, you understand you need to answer my</p> <p>24 questions to the best of your ability; correct?</p> <p>25 A Yes.</p>	<p style="text-align: right;">Page 8</p> <p>1 the middle of a line of questioning, not a problem.</p> <p>2 Just let me know.</p> <p>3 A Yeah, appreciate that.</p> <p>4 Q Can you state your full name for the record,</p> <p>5 please?</p> <p>6 A Yes. So J., just the letter "J", Scott Hallenbeck.</p> <p>7 Q And is that H-A-L-L-E-N-B-E-C-K?</p> <p>8 A Yes.</p> <p>9 Q Where are you located right now?</p> <p>10 A Caramel, Indiana.</p> <p>11 Q Okay. Is anyone in the room with you where you</p> <p>12 are?</p> <p>13 A No.</p> <p>14 Q Are you at the USA Football offices?</p> <p>15 A No. I'm in my home office.</p> <p>16 Q Okay.</p> <p>17 MR. NIELSEN: So what I want to do first</p> <p>18 is, Ms. Videographer, if you would be so kind as to</p> <p>19 just put up tab 1, which we will mark as</p> <p>20 Exhibit 513.</p> <p>21 This is the just the Amended Notice of</p> <p>22 Deposition of Mr. Hallenbeck.</p> <p>23 (Deposition Exhibit 513 was marked for</p> <p>24 identification.)</p> <p>25</p>
<p style="text-align: right;">Page 7</p> <p>1 Q And just for the court reporter's sake, I know</p> <p>2 these things can get a little bit conversational.</p> <p>3 We might nod our heads or shake our heads.</p> <p>4 We need to do our best to give answers so</p> <p>5 the court reporter can get the verbal down. They</p> <p>6 can't transcribe a head nod or a head shake.</p> <p>7 Is that okay?</p> <p>8 A Yes.</p> <p>9 Q And doing this remotely, presents one modest</p> <p>10 challenge. I think we'll be fine with it.</p> <p>11 We'll do our best not to interrupt each</p> <p>12 other. You'll let me get through my questions.</p> <p>13 I'll do my best to -- you know, both of</p> <p>14 us will do our best; right?</p> <p>15 A Yes.</p> <p>16 Q Okay, great. And I'm going to mark some Exhibits</p> <p>17 during the deposition. And the videographer will</p> <p>18 put them up on the screen for you to see.</p> <p>19 And at times I may say, Hand over control</p> <p>20 to the witness. And you can literally scroll and</p> <p>21 look through the Exhibit. If you need it zoomed or</p> <p>22 anything, just say the word, and we'll make that</p> <p>23 happen.</p> <p>24 And if you need a break for any reason,</p> <p>25 restroom, just need to stretch, unless I'm right in</p>	<p style="text-align: right;">Page 9</p> <p>1 BY MR. NIELSEN:</p> <p>2 Q And Mr. Hallenbeck, have you seen this document</p> <p>3 before right now?</p> <p>4 A No. I don't believe so.</p> <p>5 Q Okay. But you understand you're here today to give</p> <p>6 a deposition in these two cases that are sort of</p> <p>7 merged together between USA Football and FFWCT,</p> <p>8 et al; correct?</p> <p>9 A Yes.</p> <p>10 Q And do you know who my clients are, FFWCT, LLC;</p> <p>11 correct?</p> <p>12 A Yes.</p> <p>13 Q And USA Flag, LLC; correct?</p> <p>14 A Yes.</p> <p>15 Q And Travis Burnett?</p> <p>16 A Yes.</p> <p>17 Q And you understand that there are essentially</p> <p>18 lawsuits going in each direction between the</p> <p>19 parties to this case; correct?</p> <p>20 A Yes.</p> <p>21 Q And you understand that my clients, FFWCT, et al,</p> <p>22 are a Defendant -- or Defendants, excuse me, in the</p> <p>23 case that you all filed for trademark infringement;</p> <p>24 correct?</p> <p>25 A Yes.</p>

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<p style="text-align: right;">Page 18</p> <p>1 summer is the '24 men's and women's flag world 2 championships in Finland. So we would have worked 3 a number of years ago with the Finnish Federation 4 to say, you know, Are you prepared to host this? 5 What kind of a venue do you have? What 6 would the television strategy be, et cetera. 7 Things like that. 8 So sort of business-oriented things to 9 help improve the overall quality of the growth of 10 the sport, you know, how we operate and run the 11 federation. Not unlike, you know, how we have to 12 run our own federations. 13 Let's see, and then -- then ultimately, 14 again, coordinating with the roughly 70 members in 15 various shapes and forms. I mean some, you know, 16 need grants because they're just getting -- just 17 trying to grow football whether it be flag or 18 tackle in Africa. 19 So how can we help them? So there's 20 ways, whether that's the International Federation 21 or some of the member federations, like USA 22 Football or Football Canada, that have more 23 experience and might even have more capacity to try 24 to help out. It's those kind of things. 25 MR. NIELSEN: Ms. Videographer, you can</p>	<p style="text-align: right;">Page 20</p> <p>1 ultimately should be approved to be the member. 2 Q Okay. And with respect to your position at IFAF, 3 do you have any ability to, like, as vice 4 president, to veto or sort of reject, separate and 5 apart from the membership, a particular entity 6 trying to become the IFAF-recognized, you know, 7 entity for a particular country in flag football? 8 A No. 9 Q And when did USA Football become recognized for 10 football in the U.S.? 11 A The best of my recollection it was -- well, so I 12 believe 2004. So before my time with USA Football. 13 You probably know this, but USA Football 14 was endowed by the NFL and the Players' Association 15 as an independent nonprofit organization back in 16 December of 2002. 17 I believe my predecessor, at some point 18 between that December of 2018 -- and I think 19 sometime in 2004, you know, it had engaged with 20 IFAF at the time and became -- they became the 21 member. 22 And as best I recall, my predecessor 23 actually was on the board. So when he departed to 24 go back to USA Hockey, I was asked to join the 25 board in his place.</p>
<p style="text-align: right;">Page 19</p> <p>1 take down that Exhibit. Thank you. 2 BY MR. NIELSEN: 3 Q And who decides at IFAF which organization in a 4 particular member country is going to be the IFAF 5 recognized entity, if you will? 6 Let's use flag football, for example. 7 Who decides -- well, let me strike that. 8 Is USA Football the IFAF-recognized 9 entity for football in the United States? 10 A Yes. So we're the sole member of the International 11 Federation of American football for the 12 United States of America. 13 Q Who decides who is the member for a particular 14 country? 15 A Ultimately, it is the Congress, itself. So at the 16 Congress meeting, meaning a combination of the 17 board, the continental representatives, and the 18 full membership, membership is presented. 19 And there is a qualification process that 20 you have to go through. And ultimately, it is put 21 up for a vote by the membership. 22 And they -- the membership decides if 23 that respective country -- or I should say, I 24 guess, entity within that respective country is 25 worthy and meets all the requirements and</p>	<p style="text-align: right;">Page 21</p> <p>1 And I've been, again, in some capacity on 2 that board ever since. So roughly sort of that 3 August, September, October, call it the fall of 4 2005. But we were already -- so USA Football was 5 already a member. 6 Q And just for reference, who was your predecessor at 7 USA Football that you referenced? 8 A Dave Ogrian. 9 Q Okay. 10 A He was the first. 11 Q Do you know how to spell that last name? 12 A O-G-R-E-A-N, I believe. 13 Q Okay. And does a member country that's recognized 14 by IFAF ever come up for, like, sort of a renewal 15 where their membership has to be, for lack of a 16 better word, revalidated? 17 Or is it, like, once you're a member, 18 you're always a member, and that's it? 19 A Generally speaking, you're a -- you continue to be 20 a member as long as you're in what we call good 21 standing. 22 You know, if you pay your annual 23 membership dues, if you follow the basic 24 requirements of membership, then there really 25 shouldn't be a situation where you are, I guess,</p>

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<p style="text-align: right;">Page 98</p> <p>1 pursue that and, you know, rebrand themselves USA</p> <p>2 Flag, that crossed the red line as far as we're</p> <p>3 concerned. And again, we had to take action.</p> <p>4 So separate issues I would tell you very</p> <p>5 clearly, but again, unfortunately, within --</p> <p>6 there's a whole series of things that FFWCT had to</p> <p>7 do here that we were -- had to do.</p> <p>8 We felt -- and you know, I wasn't at all</p> <p>9 these events. My team manages this stuff. They're</p> <p>10 responsible for this.</p> <p>11 They would come back and report that at</p> <p>12 the events where you -- I think you touched on it</p> <p>13 earlier, the section that referred to, you know,</p> <p>14 cross-promotion, sort of, proactive collaboration;</p> <p>15 an understanding and again, a communication out to</p> <p>16 the constituents that USA Football has this role.</p> <p>17 They're the Governing Body. They're here to scout.</p> <p>18 They have a national team program.</p> <p>19 We're FFWCT. We're putting on this</p> <p>20 event, et cetera. We're a strong event -- adult</p> <p>21 tournament amateur operator. You know, they</p> <p>22 often -- FFWCT wouldn't do it.</p> <p>23 They wouldn't actually send out the</p> <p>24 communications. They didn't have a space for us on</p> <p>25 site. There was a series of issues where they just</p>	<p style="text-align: right;">Page 100</p> <p>1 MS. RICCHIUTO: Objection to the extent</p> <p>2 it calls for a legal conclusion.</p> <p>3 THE WITNESS: Yeah. USA Football is the</p> <p>4 Governing Body, given that it's the sole member of</p> <p>5 the International Federation in the U.S.</p> <p>6 We've been operating, as you saw, since</p> <p>7 2004, really, as that member. And we've had -- we</p> <p>8 have a history within that certainly before my</p> <p>9 time, but 2005 thereafter.</p> <p>10 I think 2007 was at least the first time</p> <p>11 I was involved in a national championship where you</p> <p>12 put national teams together, et cetera.</p> <p>13 It started more with tackle than it did</p> <p>14 flag. But over the course of my entire tenure,</p> <p>15 we've had multiple tackle-related national team</p> <p>16 world championships, continental championships, as</p> <p>17 well as flag.</p> <p>18 So we've operated clearly with great</p> <p>19 precedence in this space, as that. And lo and</p> <p>20 behold, nowhere, even after respectful education,</p> <p>21 counsel, Travis and Charles chose to pursue USA</p> <p>22 Flag.</p> <p>23 MR. NIELSEN: Ms. Reporter, can you read</p> <p>24 back my question, please.</p> <p>25 (Record repeated.)</p>
<p style="text-align: right;">Page 99</p> <p>1 didn't meet the requirements of the agreement.</p> <p>2 And ultimately, we said they just aren't</p> <p>3 operating in a collaborative way and as a good</p> <p>4 partner. And we're going to end the agreement.</p> <p>5 It -- at the time it wasn't about USA</p> <p>6 Flag because obviously, they didn't choose to go</p> <p>7 down that path yet. It was about their lack of</p> <p>8 performance per the agreement and recognizing each</p> <p>9 other. So that was the concern.</p> <p>10 Ultimately, quite candidly, I say this</p> <p>11 with respect but very candidly, as I reflect on</p> <p>12 now, all of the history of this, I believe Travis</p> <p>13 was intending to move towards USA Flag and</p> <p>14 intending to try to become the Governing Body and</p> <p>15 all these things that we, you know, tried to</p> <p>16 respectfully counsel them against.</p> <p>17 That was his intention all along. And I</p> <p>18 don't think he was operating in a professional or</p> <p>19 respectful business manner. That's the way I look</p> <p>20 at it.</p> <p>21 BY MR. NIELSEN:</p> <p>22 Q Do you believe USA Football being the National</p> <p>23 Governing Body for flag football in the</p> <p>24 United States is a right that you have?</p> <p>25 A USA Football --</p>	<p style="text-align: right;">Page 101</p> <p>1 MS. RICCHIUTO: And I'll state my same</p> <p>2 objection and object as to form.</p> <p>3 BY MR. NIELSEN:</p> <p>4 Q Right. Mr. Hallenbeck, kind of a "yes" or "no"</p> <p>5 question, if you'd be so kind. Do you believe --</p> <p>6 A We're not -- we -- again, we are not the National</p> <p>7 Governing Body. We're the Governing Body, number</p> <p>8 one.</p> <p>9 And number two, we do have the right to</p> <p>10 operate in that capacity as the sole member of the</p> <p>11 International Federation and a regional -- excuse</p> <p>12 me, recognized sport organization of the USOPC.</p> <p>13 Q Okay. Earlier you had mentioned there was a point</p> <p>14 in time when the USOPC, in some manner, contacted</p> <p>15 USA Football and asked that you not refer to</p> <p>16 yourselves as National Governing Body.</p> <p>17 Do you recall saying that?</p> <p>18 A Yes.</p> <p>19 Q Approximately when did that happen? Was that the</p> <p>20 2020, early 2021 time frame you had referenced?</p> <p>21 A Yeah. I don't -- I don't recall the exact time. I</p> <p>22 believe it was around that because that's when,</p> <p>23 again, the Ted Stevens Act was changed.</p> <p>24 And ultimately, the USOPC was given the</p> <p>25 very specific responsibility of quote, unquote</p>

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<p style="text-align: right;">Page 102</p> <p>1 certifying NGBs.</p> <p>2 So again, to be clear, they had not had</p> <p>3 that responsibility in the past. That was, sort</p> <p>4 of, newly, I guess, required of them. And again,</p> <p>5 you'd have to talk to USOPC, specifically.</p> <p>6 But I believe it really formally started</p> <p>7 in '21 where they literally had to take every</p> <p>8 existing Governing Body back through this quote,</p> <p>9 unquote certification process.</p> <p>10 And then that's obviously what we've been</p> <p>11 invited to participate in now.</p> <p>12 Q Do you recall how that was communicated to USA</p> <p>13 Football by the USOPC in terms of not saying</p> <p>14 "National"?</p> <p>15 A I just recall them -- I think it was with our --</p> <p>16 probably Ryan Horning at the time, I presume, our</p> <p>17 in-house general counsel at the time would have --</p> <p>18 there would have been some, sort of, probably just</p> <p>19 a -- I imagine a phone call. I don't believe</p> <p>20 there's anything in writing.</p> <p>21 It's a phone call, I believe, where they</p> <p>22 just say, basic things have evolved, things have</p> <p>23 changed. You are an RSO. Here's all the rights</p> <p>24 and, you know, obligations and opportunities around</p> <p>25 RSO.</p>	<p style="text-align: right;">Page 104</p> <p>1 pathway to our national championship and/or our</p> <p>2 national team development program.</p> <p>3 So our events could include, for example,</p> <p>4 adults -- men's and women's; youth 17, because we</p> <p>5 have a national team at the youth 17, girls and</p> <p>6 boys; as well as 15s, boys and girls. And now</p> <p>7 we're expanding it to include USA Select Teams.</p> <p>8 So anyway, that will continue to grow.</p> <p>9 And so there will be adult teams participating at</p> <p>10 our national championship.</p> <p>11 We call it The One, but not in the same</p> <p>12 context, at least from my view, as a traditional</p> <p>13 tournament operator -- one that runs, like, you</p> <p>14 know, many tournaments throughout a season or a</p> <p>15 year.</p> <p>16 We don't do it that way. It's very</p> <p>17 specific to our high performance pathway and to our</p> <p>18 national team pathway.</p> <p>19 Q What is USA Football's target market in terms of</p> <p>20 flag, adult flag?</p> <p>21 A Yes.</p> <p>22 MS. RICCHIUTO: Object to form.</p> <p>23 THE WITNESS: I mean, so first and</p> <p>24 foremost, it is to identify the quote, unquote,</p> <p>25 elite athletes that would be eligible and invited</p>
<p style="text-align: right;">Page 103</p> <p>1 You cannot call yourself a National</p> <p>2 Governing Body until which time the sport or</p> <p>3 discipline of the sport is in the Olympics. So</p> <p>4 they simply explained how that whole process had</p> <p>5 been, I guess, more official now than ever around</p> <p>6 that time.</p> <p>7 Q And you mentioned Ryan Horning. He's no longer at</p> <p>8 USA Football; correct?</p> <p>9 A No.</p> <p>10 Q And he was the in-house general counsel for some</p> <p>11 period of time at USA Football?</p> <p>12 A Correct.</p> <p>13 Q Approximately how long ago did he leave USA</p> <p>14 Football?</p> <p>15 A Good question. So I'd have to go back and</p> <p>16 double-check that. I want to say it's either near</p> <p>17 the end of '21 or '22, in that general time frame.</p> <p>18 Q Okay. Now, does -- I believe you mentioned this</p> <p>19 before but I just want to confirm.</p> <p>20 USA Football does not run adult flag</p> <p>21 tournaments. Would that be correct? Or operate</p> <p>22 might be a better one.</p> <p>23 A So depends on the context. So we don't run -- we</p> <p>24 will run tournaments that are specific to our high</p> <p>25 performance pathway, which basically means our</p>	<p style="text-align: right;">Page 105</p> <p>1 to participate in our high performance pathway,</p> <p>2 hopefully up to and including making the national</p> <p>3 team.</p> <p>4 BY MR. NIELSEN:</p> <p>5 Q When you say identifying these elite athletes, is</p> <p>6 that through scouting them at tournaments run by</p> <p>7 other entities?</p> <p>8 A That is certainly one way to do it, yes.</p> <p>9 Q What are the other ways?</p> <p>10 A There's something called talent transfer in the</p> <p>11 Olympic movement. So a good example is bobsled,</p> <p>12 USA bobsled. Not a sport that you necessarily grow</p> <p>13 up participating in.</p> <p>14 So they actually do -- they solicit</p> <p>15 football players, as an example. So we're doing a</p> <p>16 similar thing. We're looking at, Well, I mean,</p> <p>17 just about anyone -- basketball, volleyball,</p> <p>18 basketball.</p> <p>19 We're in the process, certainly learning</p> <p>20 what are the certain type of biomechanics and, you</p> <p>21 know, body shape, size, movement, skills. Like,</p> <p>22 all this, again, is somewhat new to us.</p> <p>23 So we're working with a lot of these</p> <p>24 movement experts and sport development and human</p> <p>25 development experts that are helping to counsel us,</p>

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<p style="text-align: right;">Page 106</p> <p>1 these are the kind of athletes you need to be</p> <p>2 successful in your sport.</p> <p>3 But there is something called talent</p> <p>4 transfer. So we will do something, like, called a</p> <p>5 digital combine where we'll invite athletes around</p> <p>6 the country to, you know, execute a version of a</p> <p>7 combine. Measurable testing and other things,</p> <p>8 movement skills.</p> <p>9 And potentially invite them to come. So</p> <p>10 basically we're trying to cast as wide a net as</p> <p>11 possible. But certainly the existing, again, adult</p> <p>12 amateur community or marketplace is a -- is a</p> <p>13 natural place for us to go scout.</p> <p>14 Q And would that be, what you just said, a good</p> <p>15 synopsis of USA Football's role in the flag</p> <p>16 football industry?</p> <p>17 MS. RICCHIUTO: Object to form and to the</p> <p>18 extent it misstates the testimony.</p> <p>19 THE WITNESS: So I mean, again, certainly</p> <p>20 part of what our responsibility is. Not all of it,</p> <p>21 but it's certainly part as it relates to the high</p> <p>22 performance and national team pathway. There's a</p> <p>23 combination of things. It's again, building out</p> <p>24 the pathway, itself.</p> <p>25 So we're doing that and getting in</p>	<p style="text-align: right;">Page 108</p> <p>1 here. Yeah. We have -- we're certainly looking to</p> <p>2 do it.</p> <p>3 But again, as I've tried to articulate,</p> <p>4 we have to maintain and promote and, you know,</p> <p>5 frankly, try to get established, what I call</p> <p>6 sanctioning guidelines and standards, best</p> <p>7 practices.</p> <p>8 Things to ensure that the -- that</p> <p>9 frankly, there's a tier or two or three above what</p> <p>10 at least I've experienced and we've experienced.</p> <p>11 And again, respectfully, is what I'll refer to as</p> <p>12 adult amateur play, like, we're not -- we're not</p> <p>13 suggesting for a second that that should go away.</p> <p>14 There's a place for that. It's a great</p> <p>15 outlet for people to go experience sport and</p> <p>16 activity and so forth.</p> <p>17 What we ultimately need in terms of the</p> <p>18 quality of the athlete, the discipline of the</p> <p>19 athlete, you know, passing drug tests, those kind</p> <p>20 of things.</p> <p>21 You know, there just needs to be a</p> <p>22 different tier. So yes, we want to and will</p> <p>23 continue to seek out opportunities to have</p> <p>24 conversations.</p> <p>25 I mean, an example is the -- again, that</p>
<p style="text-align: right;">Page 107</p> <p>1 concert with experts in sport performance, sport</p> <p>2 development, et cetera, nutrition, mental health,</p> <p>3 et cetera, et cetera.</p> <p>4 And then ultimately trying to figure out</p> <p>5 where and how we can, sort of, apply that to the</p> <p>6 marketplace -- whether that's through standards;</p> <p>7 whether that's through educational events; whether</p> <p>8 that's through camps and clinics.</p> <p>9 All of those things are, sort of, in the</p> <p>10 works, trying to figure out the best way to do</p> <p>11 that. But specifically to -- trying to scout and</p> <p>12 ultimately bring athletes in its current form, to,</p> <p>13 like, at trials, that -- then yes, we will -- one</p> <p>14 of the things we'll do -- which I guess, at least</p> <p>15 two of the things.</p> <p>16 We look at talent transfer opportunities</p> <p>17 and/or scouting opportunities to identify</p> <p>18 prospective candidates for that pathway.</p> <p>19 BY MR. NIELSEN:</p> <p>20 Q Does USA Football engage with kind of the</p> <p>21 community-level flag football organizations at some</p> <p>22 level, even like our client, FFWCT?</p> <p>23 A I mean, yeah. I think we --</p> <p>24 MS. RICCHIUTO: Objection to form.</p> <p>25 THE WITNESS: -- have an example right</p>	<p style="text-align: right;">Page 109</p> <p>1 group I referenced, the American Flag Football</p> <p>2 League, you know refers to themselves as a</p> <p>3 professional league.</p> <p>4 We're in discussions with them,</p> <p>5 identifying athletes. A lot of our national</p> <p>6 athletes actually play in that.</p> <p>7 At the youth level, if you're asking</p> <p>8 entirely at the youth level, it's a different</p> <p>9 strategy. It's more about how can we support that</p> <p>10 growth of what I refer to as the bottom of the</p> <p>11 pyramid, the foundation of the pyramid.</p> <p>12 Whether that's grants; whether that's</p> <p>13 coaching, education; whether that's, again, rules.</p> <p>14 The myriad of things that will try to help them,</p> <p>15 again, both grow the sport, but also grow it in a</p> <p>16 quality, meaningful, standard-based way.</p> <p>17 So we try to do all those things. And at</p> <p>18 least at the moment, the focus would be, you know,</p> <p>19 sort of, just have fun, stay in the sport. Be</p> <p>20 developed from five years old to 10 or 12 years</p> <p>21 old.</p> <p>22 And then roughly around that 12-year-old</p> <p>23 age range -- again, we're working through these</p> <p>24 things. But roughly around that time we start</p> <p>25 to -- this is the way most sports work.</p>

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<p style="text-align: right;">Page 178</p> <p>1 EXAMINATION</p> <p>2 BY MS. RICCHIUTO:</p> <p>3 Q So Scott, this is taking back pretty early in the</p> <p>4 deposition. You were talking about a conversation</p> <p>5 that you had in your office with Travis. And you</p> <p>6 were talking about expressing concerns to him about</p> <p>7 creating confusion around NGB.</p> <p>8 Do you remember giving that testimony?</p> <p>9 A Um-hmm, yes.</p> <p>10 Q And I want to make sure that the record is clear</p> <p>11 about, kind of, the scope of the concerns that were</p> <p>12 expressed to Travis during that meeting.</p> <p>13 For example, is one of the concerns that</p> <p>14 you expressed during that meeting around just</p> <p>15 simply their use of the name "USA Flag"?</p> <p>16 A Yes.</p> <p>17 Q And tell me if you remember what you shared with</p> <p>18 him about those concerns.</p> <p>19 A So again, the context was we were getting to know</p> <p>20 each other. So I think it was a respectful and, at</p> <p>21 least in my view, a moment to educate.</p> <p>22 And I say that, again, respectfully and</p> <p>23 humbly, that, you know, while I appreciate your</p> <p>24 ambitions with this notion of calling yourself USA</p> <p>25 Flag, please understand that USA Football already</p>	<p style="text-align: right;">Page 180</p> <p>1 ways. Again, as I've stated to you, are at the</p> <p>2 time, certainly a growing adult amateur tournament</p> <p>3 operator. There's value in that space.</p> <p>4 We want to figure out more about it and</p> <p>5 how we can eventually collaborate and work</p> <p>6 together, but that was really the message.</p> <p>7 And what I'll call, you know, an</p> <p>8 educational opportunity or learning opportunity for</p> <p>9 him, unfortunately seemed like it fell on deaf</p> <p>10 ears. But that was basically the prep and the</p> <p>11 conversation.</p> <p>12 Q So is this a fair summary, Scott, to say, that the</p> <p>13 concerns you shared that day included any kind of</p> <p>14 misunderstanding that he might have about the</p> <p>15 Governing Body concept and USA Football's position</p> <p>16 in that space. That's one concern; correct?</p> <p>17 A Yes.</p> <p>18 MR. NIELSEN: Objection --</p> <p>19 THE WITNESS: Made that very clear.</p> <p>20 BY MS. RICCHIUTO:</p> <p>21 Q And then --</p> <p>22 MR. NIELSEN: Objection, leading to the</p> <p>23 last question.</p> <p>24 BY MS. RICCHIUTO:</p> <p>25 Q And then did you also communicate to Travis</p>
<p style="text-align: right;">Page 179</p> <p>1 serves in that capacity.</p> <p>2 We've already executed and attended five</p> <p>3 world championships and tackle world championships.</p> <p>4 And while our name is USA Football, football --</p> <p>5 under football are multiple disciplines.</p> <p>6 This is not unlike USA basketball that</p> <p>7 has disciplines of fives and threes and wheelchair</p> <p>8 basketball. Not unlike hockey that has in-line</p> <p>9 skating and, you know, ice hockey and other various</p> <p>10 forms that I don't know.</p> <p>11 Beach volleyball and regular volleyball.</p> <p>12 This is just the way it is, certainly in</p> <p>13 international sport and Olympic sport.</p> <p>14 I was simply trying to say, Hey, this --</p> <p>15 this isn't a good way to move forward. This would</p> <p>16 be a concern.</p> <p>17 And Oh, by the way, we're already doing</p> <p>18 this. We're already in this role, as was asked of</p> <p>19 me earlier. I mean, that's why we simply said no.</p> <p>20 This is a nonstarter. You presenting this kind of</p> <p>21 structure to us, this proposal is a nonstarter</p> <p>22 because as far as we're concerned, it already</p> <p>23 exists.</p> <p>24 We can look at quote, unquote</p> <p>25 collaboration and strategic alignment and other</p>	<p style="text-align: right;">Page 181</p> <p>1 specifically that you were concerned about use of</p> <p>2 the name USA Flag?</p> <p>3 A Yes.</p> <p>4 MR. NIELSEN: Same objection.</p> <p>5 MS. RICCHIUTO: That's all the questions</p> <p>6 I have.</p> <p>7 MR. NIELSEN: I do not have any further</p> <p>8 questions.</p> <p>9 So Mr. Hallenbeck, thank you for your</p> <p>10 time. I think we formally just kind of --</p> <p>11 MS. RICCHIUTO: Sorry, I just wanted to</p> <p>12 make sure, read and sign, while we're still on.</p> <p>13 MR. NIELSEN: Yeah.</p> <p>14 VIDEOGRAPHER: Are we all set to go off</p> <p>15 the record?</p> <p>16 MR. NIELSEN: Do you want to put any kind</p> <p>17 of stipulation on the record, Anne?</p> <p>18 MS. RICCHIUTO: Regarding?</p> <p>19 MR. NIELSEN: Well, the only thing I</p> <p>20 would note is if after, let's say, 21 days, there</p> <p>21 is no signature, it will be deemed signed with no</p> <p>22 changes.</p> <p>23 MS. RICCHIUTO: In my -- usually don't we</p> <p>24 get 30 days for signature?</p> <p>25 MR. NIELSEN: Okay. 30 days. Is that</p>

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<p style="text-align: right;">Page 182</p> <p>1 okay if it's not signed within 30 days, it will be 2 deemed signed with no changes? 3 MS. RICCHIUTO: Sure. Yes. 4 MR. NIELSEN: Okay. 5 MS. RICCHIUTO: Unless I can tell you 6 sooner, I'll tell you sooner. 7 MR. NIELSEN: Okay. We can deal with the 8 confidentiality thing off the record. 9 Again, Mr. Hallenbeck, thank you for your 10 time. Much appreciated. You are a free man. 11 THE WITNESS: Thank you. 12 VIDEOGRAPHER: This concludes today's 13 deposition. The time is 4:12 p.m. We are off the 14 record. 15 (Deposition concluded at 4:12 p.m.) 16 --- 17 18 19 20 21 22 23 24 25</p>	<p style="text-align: right;">Page 184</p> <p>1 Our Assignment No.: 29294 2 Case Caption: USA Football v. FFWCT; USA Flag; Travis 3 Burnett 4 5 DECLARATION UNDER PENALTY OF PERJURY 6 I declare under penalty of perjury that I have read 7 the entire transcript of my deposition taken in the 8 captioned matter or the same has been read to me, 9 and the same is true and accurate, save and except 10 for changes and/or corrections, if any, as indicated 11 by me on the DEPOSITION ERRATA SHEET hereof, with the 12 understanding that I offer these changes as if still 13 under oath. 14 15 Signed on the ____ day of _____, 2024. 16 17 18 19 J. SCOTT HALLENBECK 20 21 22 23 24 25</p>
<p style="text-align: right;">Page 183</p> <p>1 CERTIFICATE 2 STATE OF MICHIGAN 3 COUNTY OF WAYNE 4 5 I do hereby certify the witness, whose attached 6 testimony was taken in the above matter, was first 7 duly sworn to tell the truth; the testimony 8 contained herein was reduced to writing in the 9 presence of the witness, by means of stenography; 10 afterwards transcribed; and is a true and complete 11 transcript of the testimony given. I further 12 certify that I am not connected by blood or 13 marriage with any of the parties, their attorneys 14 or agents, and that I am not interested directly, 15 indirectly or financially in the matter of 16 controversy. In witness whereof, I have hereunto 17 set my hand at Westland, Michigan, March 26, 2024. 18 19 <i>Shari J. Pavlovich</i> 20 21 Shari J. Pavlovich, CSR-5926 22 Notary Public, Wayne County, Michigan 23 My commission expires 4/14/2025 24 25 DEPOSITION ERRATA SHEET</p>	<p style="text-align: right;">Page 185</p> <p>1 DEPOSITION ERRATA SHEET 2 3 Reason for change: _____ 4 Page No. ____ Line No. ____ Change to: _____ 5 6 Reason for change: _____ 7 Page No. ____ Line No. ____ Change to: _____ 8 9 Reason for change: _____ 10 Page No. ____ Line No. ____ Change to: _____ 11 12 Reason for change: _____ 13 Page No. ____ Line No. ____ Change to: _____ 14 15 Reason for change: _____ 16 Page No. ____ Line No. ____ Change to: _____ 17 18 Reason for change: _____ 19 Page No. ____ Line No. ____ Change to: _____ 20 21 22 SIGNATURE: _____ DATE: _____ 23 J. SCOTT HALLENBECK 24 25</p>

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<p style="text-align: right;">Page 186</p> <p>1 DEPOSITION ERRATA SHEET</p> <p>2</p> <p>3 Reason for change: _____</p> <p>4 Page No. ____ Line No. ____ Change to: _____</p> <p>5 _____</p> <p>6 Reason for change: _____</p> <p>7 Page No. ____ Line No. ____ Change to: _____</p> <p>8 _____</p> <p>9 Reason for change: _____</p> <p>10 Page No. ____ Line No. ____ Change to: _____</p> <p>11 _____</p> <p>12 Reason for change: _____</p> <p>13 Page No. ____ Line No. ____ Change to: _____</p> <p>14 _____</p> <p>15 Reason for change: _____</p> <p>16 Page No. ____ Line No. ____ Change to: _____</p> <p>17 _____</p> <p>18 Reason for change: _____</p> <p>19 Page No. ____ Line No. ____ Change to: _____</p> <p>20 _____</p> <p>21</p> <p>22 SIGNATURE: _____ DATE: _____</p> <p>23 J. SCOTT HALLENBECK</p> <p>24</p> <p>25</p>	